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ORIGINAL

Todd Feltus (#019076)
 KERCSMAR & FELTUS PLLC
 6263 N. Scottsdale Road, Suite 320
 Scottsdale, Arizona 85250
 Telephone: (480) 421-1001
 tfeltus@kflawaz.com
 Attorney for STi Prepaid, LLC and Dialaround Enterprises, Inc.

2009 APR 16 P 4: 38

AZ CORP COMMISSION
DOCKET CONTROL

BEFORE THE ARIZONA CORPORATION COMMISSION

Application to STi Prepaid, LLC and
 Dialaround Enterprises Inc. for Approval
 Of a Transfer of Assets and Certificate of
 Convenience and Necessity to Provide
 Intrastate Telecommunications Services
 And Approval of Termination of Service
 By Dial around Enterprises Inc.

DOCKET NO. T-20517A-07-0135
 DOCKET NO. T-04045A-07-0135

APPLICATION FOR
 PRO HAC VICE ADMISSION OF
 CHERIE KISER AND
 MATTHEW CONATY

The above-named attorney, pursuant to Rule 38(a), Rules of the Supreme Court,
 moves to admit Cherie R. Kiser and Matthew Conaty as counsel pro hac vice in the
 above-referenced matters.

Pursuant to Rule 38(a)(3)(C), Rules of the Supreme Court, the following is
 provided for Ms. Kiser (Exhibit A) and Mr. Conaty (Exhibit B):

1. the Verified Application;
2. the Certificate(s) of Good Standing; and
3. the State Bar of Arizona Notice of Receipt.

The filing fee as required by Rule 33(d) has been submitted to the State Bar of
 Arizona.

Undersigned counsel agrees to serve as designated local counsel for the above-
 referenced matter.

Arizona Corporation Commission

DOCKETED

APR 16 2009

DOCKETED BY

Keresmar & Feltus PLLC
 6263 N. Scottsdale Road, Suite 320
 Scottsdale, Arizona 85250
 (480) 421-1001

1 A Proposed Order admitting Chérie R. Kiser and Matthew Conaty accompanies
2 this Motion.

3
4 DATED this 16th day of April, 2009.

5 KERCSMAR & FELTUS PLLC

6
7 

8 Todd Feltus

9 6263 N. Scottsdale Road, Suite 320
10 Scottsdale, Arizona 85250
11 (480) 990-6211 (direct)
(480) 421-1002 (fax)
tfeltus@kflawaz.com

12
13 Copies of the foregoing mailed
14 this 16th day of April, 2009, to:

15 Chérie Kiser
16 Matthew Conaty
17 CAHILL GORDON & REINDEL LLP
18 1990 K Street, N.W., Suite 950
19 Washington, D.C. 20006-1181
20 Attorneys for STi Prepaid, LLC and
21 Dialaround Enterprises Inc.

22 Jenni Partridge
23 STi PREPAID, LLC
24 30-50 Whitestone Expressway
25 Flushing, NY 11354

26 Janice Alward, Chief Counsel
27 Legal Division
28 ARIZONA CORPORATION COMMISSION
1200 West Washington Street
Phoenix, AZ 85007

Keresmar & Feltus PLLC
6263 N. Scottsdale Road, Suite 320
Scottsdale, Arizona 85250
(480) 421-1001

1 Ernest G. Johnson, Director
2 Utilities Division
3 ARIZONA CORPORATION COMMISSION
4 1200 West Washington Street
5 Phoenix, AZ 85007

6 By: Marina Gonzales
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EXHIBIT A



Attn: Pro Hac Vice Dept
PO Box 53099
Phoenix, AZ 85072-3099
Phone: 602-340-7239

For Official Use Only

App#

Bar Number#

RECEIVED

MAR 30 2009

State Bar of Arizona

Application for Appearance Pro Hac Vice Resource Center Department

PART I: Applicant Information

Name of Applicant: Cherie R. Kiser

Firm/Company Name: Cahill Gordon & Reindel LLP

Office Address: 1990 K Street, NW Suite 950 Washington, DC 20006

Telephone: (202) 862-8950 Fax: (202) 862-8958 Email Address: ckiser@cgrdc.com

Residence Address: 1603 Walden Drive, McLean, VA 22101

Title of cause or case where applicant seeks to appear: Application of STi Prepaid, LLC and Dialaround Enterprises Inc. for Approval of a Transfer of Assets and Certificate of Convenience and Necessity to Provide Intrastate Telecommunications Services and Approval of Termination of Service by Dialaround Enterprises Inc.

Docket Number: Docket No. T-20517A-07-0135; Docket No. T-04045A-07-0135

Court, Board, or Administrative Agency: Arizona Corporation Commission

Party on whose behalf applicant seeks to appear: STi Prepaid, LLC and Dialaround Enterprises Inc.

Pursuant to Arizona Supreme Court Rule 38(i)(3), the applicant shall complete the information below:

Courts to Which Applicant Has Been Admitted:
(Attach additional pages if needed)

Date of Admission:

Bar Number:

District of Columbia

August 1988

415009

☒ Applicant is a member in good standing in such courts.

☒ Applicant is not currently disbarred or suspended in any court.

Applicant ☐ is / ☒ is not (select one) currently subject to any pending disciplinary proceeding or investigation by any court, agency or organization authorized to discipline attorneys at law.

In the preceding three (3) years, applicant has filed applications to appear as counsel under AZ ST S.Ct., Rule 38(a) in the following:

Title of Matter:

Docket #:

Court or Agency:

App Granted? (Y/N)

None

This case or cause ☐ is / ☒ is not (select one) a related or consolidated matter for which applicant has previously applied to appear pro hac vice in Arizona. If this matter is a related or consolidated with any previous application, Applicant certifies that he/she will review and comply with appropriate rules of procedure as required in the underlying cause. If applicable, please provide related or consolidated matter application or docket#

PART II: Local Counsel Information

Name of Arizona Local Counsel: Todd Feltus

State Bar of Arizona Number: 019076

Address: Kercsmar & Feltus PLLC, 6263 N. Scottsdale Road, Suite 320, Scottsdale, Arizona 85250

Telephone: (480) 990-6211 Fax: (480) 421-1002 Email Address: tfeltus@kflawaz.com

☒ Local Counsel is a member in good standing.

☒ Local Counsel associating with a nonresident attorney in a particular cause shall accept joint responsibility with the nonresident attorney to the client, to opposing parties and counsel, and to court, board, or administrative agency in that particular cause.

PART III: Parties and Certification

Name(s) of each party in this cause and name and address of all counsel of record:

Party:	Counsel of Record:	Address:
<u>None</u>	<u></u>	<u></u>
<u></u>	<u></u>	<u></u>

☒ Applicant is including with this application a nonrefundable application fee, payable to the State Bar of Arizona, in the amount of \$460.00. Fifteen percent of the non-refundable application fee paid pursuant to this section shall be deposited into a civil legal services fund to be distributed by the Arizona Foundation for Legal Services and Education entirely to approved legal services organizations, as that term is defined in subparagraph (f) of this rule.

☒ Applicant is furnishing a certificate from the state bar or from the clerk of the highest admitting court of each state, territory, or insular possession of the United States in which the nonresident attorney has been admitted to practice law certifying the nonresident attorney's date of admission to such jurisdiction and the current status of the nonresident attorney's membership or eligibility to practice therein. The certificate furnished shall be no more than forty-five (45) days old.

Applicant certifies the following:

1. Applicant shall be subject to the jurisdiction of the courts and agencies of the State of Arizona and to the State Bar of Arizona with respect to the law of this state governing the conduct of attorneys to the same extent as an active member of the State Bar of Arizona, as provided in Rule 46(b) Rules of the Supreme Court.
2. Applicant will review and comply with appropriate rules of procedure as required in the underlying cause.
3. Applicant understands and shall comply with the standards of conduct required of members of the State Bar of Arizona.

Verification

STATE OF District of Columbia
County of ss.

I, Cherie R. Kiser, swear that all statements in the application are true, correct and complete to the best of my knowledge and belief.

Dated: March 16, 2009

Applicant's Signature: Cherie R. Kiser

SUBSCRIBED AND SWORN TO before me this 16th day of March, 2009, by

Cherie R. Kiser
Name of Applicant

Barbara Brincefield
Notary Public



District of Columbia Court of Appeals
Committee on Admissions
500 Indiana Avenue, N.W. — Room 4200
Washington, D. C. 20001
202 / 879-2710

I, GARLAND PINKSTON, JR., Clerk of the District of Columbia
Court of Appeals, do hereby certify that

CHERIE R. KISER

was on the 12TH day of AUGUST, 1988

duly qualified and admitted as an attorney and counselor and
entitled to practice before this Court and is, on the date
indicated below, an active member in good standing of this Bar.

In Testimony Whereof, I have
hereunto subscribed my name
and affixed the seal of this
Court at the City of
Washington, D.C., on March
13, 2009.

GARLAND PINKSTON, JR., CLERK

By: M. Charles
Deputy Clerk

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**Superior Court
ARIZONA CORPORATION COMMISSION**

In the Matter of Application of Sti Prepaid,)
LLC and Dialaround Enterprises)

CASE # T20517S070135

SBA App # 1004600

**NOTICE OF RECEIPT OF
COMPLETE APPLICATION**

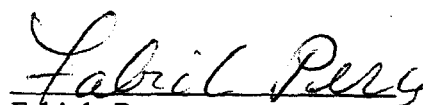
NOTICE IS HEREBY given by THE STATE BAR OF ARIZONA that it has
received the verified application and fee from Cherie Kiser.

In addition to this application, applicant has made the following applications to appear
pro hac vice, pursuant to Rule38 (a), within the previous three (3) years:

Title of Matter	Court/Agency	Date	Granted?	
			<input type="checkbox"/>	<input type="checkbox"/>
			Yes	No
			<input type="checkbox"/>	<input type="checkbox"/>
			Yes	No

Exhibit A, the original verified application and Exhibit B, the original Certificate(s) of
Good Standing are attached hereto.

DATED this 10th day of March 2009


Fabiola Perez
Resource Center
State Bar of Arizona

Original Mailed on this 10th day of March 2009 to:

Mr Todd Feltus
6263 N Scottsdale Rd Suite 320
Scottsdale, AZ 85250-0001

EXHIBIT B



Attn: Pro Hac Vice Dept
PO Box 53099
Phoenix, AZ 85072-3099
Phone: 602-340-7239

For Official Use Only

App# 1004601
Bar Number# P170758

Application for Appearance Pro Hac Vice

PART I: Applicant Information

Name of Applicant: Matthew L. Conaty

Firm/Company Name: Cahill Gordon & Reindel LLP

Office Address: 80 Pine Street New York, New York 10005

Telephone: (212) 701-3145 Fax: (212) 378-2734 Email Address: mconaty@cahill.com

Residence Address: 63 Wall Street, Apt. 2108 New York, New York 10005

Title of cause or case where applicant seeks to appear: Application of STi Prepaid, LLC and Dialaround Enterprises Inc. for Approval of a Transfer of Assets and Certificate of Convenience and Necessity to Provide Intrastate Telecommunications Services and Approval of Termination of Service by Dialaround Enterprises Inc.

Docket Number: Docket No. T-20517A-07-0135; Docket No. T-04045A-07-0135

Court, Board, or Administrative Agency: Arizona Corporation Commission

Party on whose behalf applicant seeks to appear: STi Prepaid, LLC and Dialaround Enterprises Inc.

Pursuant to Arizona Supreme Court Rule 38(i)(3), the applicant shall complete the information below:

Courts to Which Applicant Has Been Admitted: (Attach additional pages if needed)	Date of Admission:	Bar Number:
<u>New York</u>	<u>July 2, 2007</u>	<u>N/A</u>
_____	_____	_____

☒ Applicant is a member in good standing in such courts.

☒ Applicant is not currently disbarred or suspended in any court.

Applicant ☐ is / ☒ is not (select one) currently subject to any pending disciplinary proceeding or investigation by any court, agency or organization authorized to discipline attorneys at law.

In the preceding three (3) years, applicant has filed applications to appear as counsel under AZ ST S.Ct., Rule 38(a) in the following:

Title of Matter:	Docket #:	Court or Agency:	App Granted? (Y/N)
<u>None</u>	_____	_____	_____
_____	_____	_____	_____

This case or cause ☐ is / ☒ is not (select one) a related or consolidated matter for which applicant has previously applied to appear pro hac vice in Arizona. If this matter is a related or consolidated with any previous application, Applicant certifies that he/she will review and comply with appropriate rules of procedure as required in the underlying cause.

If applicable, please provide related or consolidated matter application or docket# _____

MAR 26 2009

2/2 1338F

PART II: Local Counsel Information

Name of Arizona Local Counsel: Todd Feltus

State Bar of Arizona Number: 019076

Address: Kercsmar & Feltus PLLC, 6263 N. Scottsdale Road, Suite 320, Scottsdale, Arizona 85250

Telephone: (480) 990-6211 Fax: (480) 421-1002 Email Address: tfeltus@kflawaz.com

☒ Local Counsel is a member in good standing.

☒ Local Counsel associating with a nonresident attorney in a particular cause shall accept joint responsibility with the nonresident attorney to the client, to opposing parties and counsel, and to court, board, or administrative agency in that particular cause.

PART III: Parties and Certification

Name(s) of each party in this cause and name and address of all counsel of record:

Party:	Counsel of Record:	Address:
<u>None</u>	<u></u>	<u></u>
<u></u>	<u></u>	<u></u>

☒ Applicant is including with this application a nonrefundable application fee, payable to the State Bar of Arizona, in the amount of \$460.00. Fifteen percent of the non-refundable application fee paid pursuant to this section shall be deposited into a civil legal services fund to be distributed by the Arizona Foundation for Legal Services and Education entirely to approved legal services organizations, as that term is defined in subparagraph (f) of this rule.

☒ Applicant is furnishing a certificate from the state bar or from the clerk of the highest admitting court of each state, territory, or insular possession of the United States in which the nonresident attorney has been admitted to practice law certifying the nonresident attorney's date of admission to such jurisdiction and the current status of the nonresident attorney's membership or eligibility to practice therein. The certificate furnished shall be no more than forty-five (45) days old.

Applicant certifies the following:

1. Applicant shall be subject to the jurisdiction of the courts and agencies of the State of Arizona and to the State Bar of Arizona with respect to the law of this state governing the conduct of attorneys to the same extent as an active member of the State Bar of Arizona, as provided in Rule 46(b) Rules of the Supreme Court.
2. Applicant will review and comply with appropriate rules of procedure as required in the underlying cause.
3. Applicant understands and shall comply with the standards of conduct required of members of the State Bar of Arizona.

Verification

STATE OF New York
County of New York ss.

I, Matthew L. Conaty, swear that all statements in the application are true, correct and complete to the best of my knowledge and belief.

Dated: March 16, 2009

Applicant's Signature: [Signature]

SUBSCRIBED AND SWORN TO before me this 16 day of MARCH, 2009, by

Matthew L. Conaty
Name of Applicant

[Signature]
Notary Public

DEBORAH SAVINO SCOTTO
Notary Public, State of New York

Appellate Division of the Supreme Court
of the State of New York
First Judicial Department

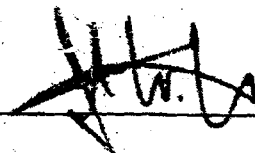
I, John M. McConnell, Clerk of the Appellate Division of the Supreme Court of the State of New York, First Judicial Department, certify that

MATTHEW LAWRENCE CONATY

was duly licensed and admitted to practice as an Attorney and Counsellor at Law in all the courts of the State of New York on July 2, 2007, has duly taken and subscribed the oath of office prescribed by law, has been enrolled in the Roll of Attorneys and Counsellors at Law on file in my office, has duly registered with the administrative office of the courts, and according to the records of this court is in good standing as an attorney and counsellor at law.

In Witness Whereof, I have hereunto set my
hand and affixed the seal of this court on

March 16, 2009



Clerk of the Court

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**Superior Court
ARIZONA CORPORATION COMMISSION**

In the Matter of Application of Sti Prepaid)
LLC and Dialaround Enterprises Inc)

CASE # T20517A070135

v.

SBA App # 1004601

**NOTICE OF RECEIPT OF
COMPLETE APPLICATION**

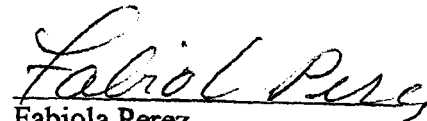
NOTICE IS HEREBY given by THE STATE BAR OF ARIZONA that it has
received the verified application and fee from Matthew Conaty.

In addition to this application, applicant has made the following applications to appear
pro hac vice, pursuant to Rule38 (a), within the previous three (3) years:

Title of Matter	Court/Agency	Date	Granted?	
			<input type="checkbox"/>	<input type="checkbox"/>
			Yes	No
			<input type="checkbox"/>	<input type="checkbox"/>
			Yes	No

Exhibit A, the original verified application and Exhibit B, the original Certificate(s) of
Good Standing are attached hereto.

DATED this 10th day of March 2009


Fabiola Perez
Resource Center
State Bar of Arizona

Original Mailed on this 10th day of March 2009 to:

Mr Todd Feltus
6263 N Scottsdale Rd Suite 320
Scottsdale, AZ 85250-0001

Todd Feltus (#019076)
KERCSMAR & FELTUS PLLC
6263 N. Scottsdale Road, Suite 320
Scottsdale, Arizona 85250
Telephone: (480) 421-1001
tfeltus@kflawaz.com
Attorney for STi Prepaid, LLC and Dialaround Enterprises, Inc.

BEFORE THE ARIZONA CORPORATION COMMISSION

Application to STi Prepaid, LLC and)
Dialaround Enterprises Inc. for Approval)
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Convenience and Necessity to Provide)
Intrastate Telecommunications Services)
And Approval of Termination of Service)
By Dial around Enterprises Inc.)

DOCKET NO. T-20517A-07-0135
DOCKET NO. T-04045A-07-0135

ORDER GRANTING PRO HAC
VICE ADMISSION OF CHERIE KISER
AND MATTHEW CONATY

Based upon the Motion for Admission Pro Hac Vice of Chérie R. Kiser and Matthew Conaty and the consent to appear as local counsel by Todd Feltus, it is hereby ordered that Chérie R. Kiser and Matthew Conaty be admitted pro hac vice as counsel for STi Prepaid, LLC and Dialaround Enterprises, Inc., in the above-entitled matters.

DATED this __ day of April, 2009.

Sarah N. Harpring
Administrative Law Judge